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Division of Corporations

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: (850)617-6380

From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053 Phone : (561)694-8107

Fax Number : (561)694-8107

DISSOLUTION OR WITHDRAWAL ESSENTIA INVESTMENTS INC.

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March 8, 2021

FLORIDA DEPARTMENT OF STATE Division of Corporations

ESSENTIA INVESTMENTS INC. RUA OMAR DAIBERT 01 -CASA H-285 S.B. CAMPO -SP- BRAZIL, 09820-680

SUBJECT: ESSENTIA INVESTMENTS INC.

REF: P15000070727

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE EITHER INCLUDE THE ATTACHMENTS MENTIONED IN SECTION #4 OR REMOVE THE STATEMENT LISTING THIS INFORMATION.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

PAX Aud. #: H21000088774 Darlene Connell

Regulatory Specialist II Supervisor Letter Number: 721A00004822

ARTICLES OF DISSOLUTION OF ESSENTIA INVESTMENTS INC.

The undersigned, being the President of Essentia Investments Inc., a Florida corporation (the "Corporation"), pursuant to Section 607.1403 of the Florida Statutes, does hereby certify these Articles of Dissolution.

1. Name:

The name of the Corporation is: Essentia Investments Inc.

2. **Document Number:**

The document number of the corporation is: P15000070727.

3. **Date Authorized:**

Dissolution was authorized on: March 1, 2021.

Adoption of Dissolution: 4.

The dissolution was authorized and approved by the written consent of the Sole Shareholder and the Directors of the Corporation, which written consent for dissolutionwas sufficient for approval. See attached Written Consent to Action and Plan Complete Liquidation.

5. Effective Date:

The effective date of dissolution shall be the date of the filing of these Articles of Dissolution with the Florida Department of State.

Executed this 1st day of March, 2021.

By: 6 S. Sarbosa Janior
Title: President

CONSENT TO ACTION BY THE SOLE SHAREHOLDER AND DIRECTORS OF ESSENTIA INVESTMENT INC.

The undersigned, being the Sole Shareholder and all of the Directors of Essentia Investment Inc., a corporation duly organized and existing under the laws of the State of Florida (the "Corporation"), do hereby consent to and take the following action in lieu of a meeting of the Sole Shareholder and a meeting of Directors of the Corporation, to have the same effect as actions taken at duly called meetings of the Sole Shareholder and Directors at which the Sole Shareholder and all of the Directors were present and voting.

WHEREAS, the Shareholder and Directors of the Corporation believe it to be in the best interest of the Corporation that the Corporation be completely liquidated and dissolved.

NOW THEREFORE, be it:

RESOLVED, the Shareholder and Directors approve, authorize and consent to the complete liquidation and dissolution of the Corporation in accordance with the provisions of Section 607.1403 of the Florida Statutes, as amended and as provided in the Plan of Complete Liquidation attached hereto as <u>Exhibit "A"</u> (the "Plan") and incorporated herein;

FURTHER RESOLVED, the Shareholder and Directors hereby acknowledge that the Shareholder of the Corporation holds 100% of the total stock of Corporation; and

FURTHER RESOLVED, the President of the Corporation is hereby fully authorized to execute any document on behalf of Corporation to effectuate the complete liquidation of Corporation; and

FURTHER RESOLVED, the Directors shall perform all acts necessary for Corporation to timely comply with the attached Plan of Complete Liquidation.

Dated: March 1, 2021

Armando Santos Barbosa Junior Direct

Johanna Anna Barbosa, Direct

Barhof Investments Limited, a British Virgin Islands company, as

Shareholder

Name: Armando Santos Barbosa Junto Title: Director

EXHIBIT A

ESSENTIA INVESTMENT INC.

THIS PLAN OF COMPLETE LIQUIDATION (the "Plan") is effective as of March 1, 2021 and is attached as Exhibit "A" to the Consent to Action by the Sole Shareholder and Directors (the "Action") of Essentia Investment Inc., a Florida corporation (the "Corporation") and made a part thereof.

- 1. The Corporation shall be completely liquidated in accordance with the provisions of Section 607.1403 of the Florida Statutes, as amended ("Statutes") and this Plan of Complete Liquidation.
- 2. Barhof Investments Limited, a British Virgin Islands company (the "Shareholder") hereby acknowledges that it is the owner of stock in the Corporation which: (a) possesses 100% of the total voting power of stock of the Corporation; and (b) has a value of equal to 100% of the total value of stock or the Corporation.
 - Pursuant to this Plan:

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- a. The Corporation's directors have taken all reasonable steps to pay all corporate debt, taxes and other obligations or set up a reserve for the payment of the Corporation's debts, taxes and other obligations.
- b. The Corporation's directors shall make distributions of all of the cash, other property, rights to property, and rights of Corporation in complete cancellation (or redemption) of all of Shareholder's issued and outstanding stock in Corporation.
- 4. All the liquidating distributions (described in paragraph 3.b.) shall be completed within three (3) years after the close of the taxable year in which the first liquidating distribution is paid to the Shareholder. The first liquidating distribution shall be made during calendar year 2021.
- 5. As soon as the first liquidating distribution has been paid, the Corporation will cease to be a going concern and its activities will be limited to winding up its affairs, paying its debts, distributing its remaining assets to its Shareholder, and dissolving.
 - 6. The Corporation will retain no assets following its final liquidating distribution.
- 7. The Corporation shall dissolve in accordance with Florida law as soon as practicable after the final liquidating distribution.

Armando Santos Barbosa Junior Director

Johanna Anna Barbosa, Directo

Barhof Investments Limited, a British Virgin Islands company, as Shareholder

Name: Armando Santos Barbosa Junior

Title: Director